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Richmond, Virginia 23219
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LOUIS G. RECHER
Assistant General Counsel

June 11, 1996

14852-A
JUN 13 1996 - 11:10 AM

Vernon A. Williams, Secretary
Surface Transportation Board
12th Street and Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Mr. Williams:

On behalf of CSX Transportation, Inc. ("CSXT"), formerly known as Seaboard System Railroad, Inc., enclosed for filing and recordation under 49 U.S.C. § 11303(a) and the regulations promulgated thereunder are four (4) counterparts of a Release and Satisfaction and Bill of Sale, dated as of May 6, 1996, executed by The Bank of New York, as successor trustee to Mercantile-Safe Deposit and Trustee Company, as trustee under the Seaboard System Railroad, Inc. Equipment Trust of 1985, No. 7. The Equipment Trust Agreement, dated as of October 1, 1985, was recorded with the Interstate Commerce Commission on November 26, 1985, and assigned Recordation No. 14852.

The names and addresses of the parties are as follows:

Trustee: The Bank of New York
Trust Company of Florida, N. A.
Towermarc Plaza
10161 Centurion Parkway
Jacksonville, FL 32256

CSXT: CSX Transportation, Inc.
500 Water Street
Jacksonville, FL 32202

Enclosed is a check in the amount of \$21.00 in payment of the filing fee.

Once this filing has been made, please return to the undersigned time-stamped copies of the enclosed Release not needed for your files, together with a time-stamped copy of this letter of transmittal (which is attached for your convenience), the fee receipt and a copy of the letter from the Board acknowledging the filing.

Mr. Vernon A. Williams
June 11, 1996
Page 2

Thanking you in advance for your assistance, I am

Very truly yours,

A handwritten signature in cursive script, appearing to read "James H. Rees". The signature is written in dark ink and is positioned below the typed name "James H. Rees".

Enclosures

LGR/skb

cc: John C. Eccleston - fax

14852-A
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RELEASE AND SATISFACTION AND BILL OF SALE

SEABOARD SYSTEM RAILROAD EQUIPMENT TRUST OF 1985

NO. 7 DATED AS OF OCTOBER 1, 1985

KNOW ALL MEN BY THESE PRESENTS that The Bank of New York, as Successor Trustee to Mercantile-Safe Deposit and Trust Company, Trustee, under a certain Equipment Trust Agreement dated as of October 1, 1985 between Mercantile-Safe Deposit and Trust Company, Trustee, and Seaboard System Railroad, Inc., said Agreement establishing Seaboard System Railroad, Inc., Equipment Trust of 1985, No. 7, hereby certifies that all of the \$57,855,000 principal amount of 9.20%, 9.30%, 9.35%, 9.40%, 9.45%, 9.50%, 9.55%, 9.60%, 9.65%, 9.70%, 9.75%, 9.80%, 9.85%, 9.90%, 9.95% and 10.00% Equipment Trust Certificates and dividend warrants appertaining thereto issued under said Equipment Trust, have been fully paid or payment duly provided for, and all of the obligations under said Equipment Trust have been fully complied with and performed.

WHEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration:

The Bank of New York, as Successor Trustee to Mercantile Safe Deposit and Trust Company, does hereby declare said Equipment Trust Agreement dated as of October 1, 1985 to be satisfied and canceled and does consent that the same be discharged of record, and further The Bank of New York does hereby sell, assign, convey, transfer, set over, release and quitclaim without warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (formerly known as Seaboard System Railroad, Inc.) all of its rights, title and interest in and to all of the railroad equipment of every character included in the Equipment Trust Agreement dated as of October 1, 1985 and now held by The Bank of New York.

IN WITNESS WHEREOF, The Bank of New York has caused these presents to be executed in its name by one of its Authorized Signatory thereunto duly authorized and its corporate seal to be hereunto affixed and attested by its Authorized Signatory as of this 16th day of May, 1996.

ATTEST:

THE BANK OF NEW YORK,
as Successor Trustee to
MERCANTILE-SAFE DEPOSIT AND
TRUST COMPANY, as Trustee

By: 

By: 

Authorized Signatory

[2]

Florida
STATE OF ~~NEW YORK~~)
Duval) SS.:
COUNTY OF ~~NEW YORK~~)

On this *6th* day of *May* 1996,
before me personally appeared *SHARON L. ATKINSON*, to me
personally known, who, being by me duly sworn, says that
he/she is a Authorized Signatory of The Bank of New York, that the
seal affixed to the foregoing instrument is the seal of said
corporation, that said instrument was signed and sealed on
behalf of the corporation by authority of its Board of
Directors and he/she acknowledged that the execution of the
foregoing instrument was the free act and deed of said
corporation.

Linda Diane Raymond
Notary Public

RELSALEK

